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10 UNITED STATES DISTRICT COURT

11 NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION

12 WAYMO LLC,

13 Plaintiff,

14 vs.

15 UBER TECHNOLOGIES, INC.;
16 OTTOMOTTO LLC; OTTO TRUCKING
LLC,

17 Defendants.

CASE NO. 3:17-cv-00939-WHA

**DECLARATION OF JONATHAN
FRANCIS IN SUPPORT OF PLAINTIFF
WAYMO LLC'S ADMINISTRATIVE
MOTION TO FILE UNDER SEAL
PARTIES' SECOND AMENDED JOINT
PROPOSED PRETRIAL ORDER**

1 I, Jonathan Francis, declare as follows:

2 1. I am an attorney licensed to practice in the State of California and am admitted to
3 practice before this Court. I am an associate at the law firm Quinn Emanuel Urquhart & Sullivan,
4 LLP, counsel for the Plaintiff Waymo LLC (“Waymo”). I have personal knowledge of the matters set
5 forth in this Declaration, and if called as a witness I would testify competently to those matters.

6 I make this declaration in support of Waymo’s Administrative Motion to File Under Seal
7 Portions of Parties’ Second Amended Joint Proposed Pretrial Order, filed concurrently herewith
8 (the “Administrative Motion”). The Administrative Motion seeks an order sealing the following
9 materials filed concurrently herewith:

Document	Portions to Be Filed Under Seal	Designating Party
Second Amended Joint Proposed Pretrial Order	Highlighted ortions	Waymo (green highlights)
Appendix A to Second Amended Joint Proposed Pretrial Order	Entire Document	Waymo; Defendants
Appendix D to Second Amended Joint Proposed Pretrial Order	Highlighted Portions	Waymo (green highlights); Defendants (blue highlights)

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16 2. Specifically, the green highlighted portions of the Second Amended Joint Proposed
17 Pretrial Order and Appendix D thereto, as well as the entirety of Appendix A to the Second Amended
18 Joint Proposed Pretrial Order, contain or refer to trade secret and/or confidential business information,
19 which Waymo seeks to seal.

20 3. The green highlighted portions of the Second Amended Joint Proposed Pretrial Order,
21 as well as the entirety of Appendix A to the Second Amended Joint Proposed Pretrial Order contain,
22 reference, and/or describe Waymo’s trade secrets. The information Waymo seeks to seal includes the
23 confidential design and functionality of Waymo’s proprietary autonomous vehicle system, including
24 its LiDAR designs, which Waymo maintains as secret. I understand that these trade secrets are
25 maintained as secret by Waymo (Dkt. 25-47) and that the trade secrets are valuable to Waymo’s
26 business (Dkt. 25-31). The public disclosure of this information would give Waymo’s competitors
27 access to descriptions of the functionality or features of Waymo’s autonomous vehicle system. If such
28 information were made public, I understand that Waymo’s competitive standing would be

1 significantly harmed. Appendix A to the Second Amended Joint Proposed Pretrial Order further
 2 contains, references, and/or describes Waymo's highly confidential and sensitive business
 3 information. The information Waymo seeks to seal regards confidential details regarding Waymo's
 4 business and competition. I understand that this confidential business information is maintained by
 5 Waymo as secret. The public disclosure of this information would give Waymo's competitors access
 6 to Waymo's business strategy for its autonomous vehicle system. If such information were made
 7 public, I understand that Waymo's competitive standing would be significantly harmed.

8 4. In addition, the green highlighted portions of Appendix D to the Second Amended
 9 Joint Proposed Pretrial Order contain addresses or other personal information of former Waymo
 10 employees involved in this case, the disclosure of which would cause Waymo and those employees
 11 substantial harm due to the high public profile of this litigation.

12 5. Waymo's request to seal is narrowly tailored to those portions of the Second Amended
 13 Joint Proposed Pretrial Order and Appendices A and D thereto that merit sealing.

14 6. Waymo also seeks to seal certain portions of Appendices A and D to the Second
 15 Amended Joint Proposed Pretrial Order as identified in the table above because Waymo believes such
 16 information is considered confidential or non-public by Defendants.

17
 18 I declare under penalty of perjury under the laws of the State of California and the United
 19 States of America that the foregoing is true and correct, and that this declaration was executed in San
 20 Francisco, California, on January 23, 2018.

21 By /s/ Jonathan Francis

22 Jonathan Francis
 23 Attorneys for WAYMO LLC

SIGNATURE ATTESTATION

24 Pursuant to Local Rule 5-1(i)(3), I attest under penalty of perjury that concurrence in the
 25 filing of this document has been obtained from Jonathan Francis.

26
 27 /s/ Charles K. Verhoeven

28 Charles K. Verhoeven